

Docket No: D5407-197
284-34691-US

COMBINED DECLARATION AND POWER OF ATTORNEY

As the below named inventors, we hereby declare that this declaration is of the following type: ORIGINAL.

Our residence, post office addresses, and citizenship are as stated below next to our name, we believe we are the original, first, and joint inventors of the subject matter which is claimed and for which a patent is sought on the invention entitled: **Shoe for Expandable Liner System**, for the U.S. Patent Application filed herewith.

We hereby state that we have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

We acknowledge the duty to disclose information which is material to patentability as defined in 37 C.F.R. § 1.56.

We hereby claim the benefit under Title 35, United States Code, § 119(c) of the United States provisional application number **60/444,816**, filed on **February 4, 2003**.

POWER OF ATTORNEY

As the named inventors, we hereby appoint the following attorneys and/or agents to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Matt W. Carson	Reg. No. 33,662
Stephen A. Littlefield	Reg. No. 27,923
Joe Albert Riddle IV	Reg. No. 33,445
Brian Welborn	Reg. No. 39,065
Steve Rosenblatt	Reg. No. 30,799
Richard T. Redano	Reg. No. 32,292
Gary R. Maze	Reg. No. 42,851

Direct correspondence and telephone calls to:

Richard T. Redano
Duane Morris LLP
3200 Southwest Freeway, Suite 3150
Houston, Texas 77027
Phone: 713.402.3900
Fax: 713.402.3901

DECLARATION •

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

FULL NAME AND ADDRESS OF FIRST INVENTOR:

Name:	Michael A. Carmody
Residence:	1906 Wagon Gap Trail Houston, Texas 77090 United States
Post Office Address:	same
Citizenship:	United States.

1/29/2004

Date


Inventor's signature

FULL NAME AND ADDRESS OF SECOND INVENTOR:

Name: Matthew J. Jabs
Residence: 6969 Hollister Street
Houston, Texas 77040
United States
Post Office Address: same
Citizenship: United States

2/3/04
Date

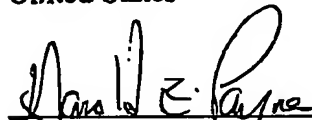
Matthew J. Jabs
Inventor's signature

FULL NAME AND ADDRESS OF THIRD INVENTOR:

Name: Harold E. Payne
Residence: 705 Clayton
Tomball, Texas 77375
United States
Post Office Address: same
Citizenship: United States

2/3/04

Date


Inventor's signature

FULL NAME AND ADDRESS OF FOURTH INVENTOR:

Name: Mark K. Adams *MKA*
Residence: 1036 Algregs
Houston, Texas 77009
United States
Post Office Address: same
Citizenship: United States°

2/3/04
Date

Mark Adams
Inventor's signature

HOU21934.1